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4-9-03

FREEMAN A. MARK

Attorney and Counsellor at Law

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Suite 209
Boca Raton, Florida 33432-0487

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March 28, 2003

Department of State
Division Of Corporations
Fla. Department Of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation Of BIG HORSE BEVERAGE, INC.

Dear Sir:

Enclosed herewith you please find the original and one copy of the proposed Articles of Incorporation regarding BIG HORSE BEVERAGE, INC., a check (money order or draft) to cover the incorporation fee of \$78.75, and the Certificate Designating the Place of Business and Naming the Registered Agent. If the same meet with your approval, please file same and issue a Charter returnable to my office at the above address along with a certified copy of the Articles.

Thanking you in advance for your usual promptness and courtesies and with kind regards, I remain

Yours sincerely,


Freeman A. Mark
Attorney at Law

FAM/jmh

Encls. - Articles of Inc. (Orig. + 1 copy)
Certificate
Fee (\$78.75)

PLEASE RETURN ALL PAPERWORK TO: Law Offices Freeman A. Mark
P. O. Box 487
Boca Raton, Florida 33429-0487

(Please do NOT use the Street Address)

Please Reply To:

P. O. Box 487 • Boca Raton, Florida 33429-0487 • (561) 302-7535

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ARTICLES OF INCORPORATION
(A corporation for profit)

BIG HORSE BEVERAGE, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do(es) hereby adopt the following Articles of Incorporation:

Article One
(Name)

The name of the corporation shall be: BIG HORSE BEVERAGE, INC.

Article Two
(Principal Office & Term of Existence)

The principal place of business and mailing address shall be at 4641 NW 9th Avenue, Pompano Beach, Broward County, Florida, 33064, and the duration of the corporation is perpetual.

Article Three
(Purpose & Nature Of Corporate Business)

The purpose and nature of the business, objects and intents of the corporation proposed to be transacted, prompted and carried on are to do any all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do:

1. To engage in any business as related to the hereinbelow mentioned purposes, and any other business, that is legal under the laws of the State of Florida; and,
2. To engage in the receipt and distribution of alcoholic beverages and related services and supplies.

Article Four
(Capital)

The amount of capital with which the Corporation shall begin is Three Thousand Dollars (\$3,000.00).

Article Five
(Registered Agent)

The registered agent for the corporation shall be Guy Gondre, who will accept service of process at 5147 Heron Ct., Coconut Creek, Florida 33074

Article Six
(Number of Directors)

The affairs of this Corporation shall be conducted by a Board of Directors who are the shareholders of the Corporation. The Board of Directors shall consist of two (2) members.

Article Seven
(Qualification of Members & Subscribers Incorporators and Share)

The membership of this Corporation shall constitute all persons hereinafter named as subscribers and shareholders. Subscribing Incorporators to these Articles and the number and type of shares subscribed to by each shareholder(s) are as follows:

<u>Name:</u>	<u>Number of Shares:</u>	<u>Address:</u>
Guy Gondre	1500 (common stock)	5147 Heron Court, Coconut Creek, Fla. 33074
Fred Germain	1500 (common stock)	4641 NW 9 th Avenue, Pompano Beach, Fla. 33064

Article Eight
(Board of Directors)

The name(s) and address(es) of the person(s) who are to serve as Directors for the ensuing year, or until the first annual meeting are:

Guy Gondre — 5147 Heron Court, Coconut Creek, Fla. 33074

Fred Germain — 4641 NW 9th Avenue, Pompano Beach, Fla. 33064

Article Nine
(Capital Stock)

1. The maximum number of shares that this Corporation is authorized to have outstanding at any one time, unless otherwise properly changed, is Three Thousand (3,000) of One Dollar (\$1.00) par value each share, all of which shall be 3,000 shares of common stock and zero (0) shares of other stock, all of which shall be capital of the Corporation.

2. The stock of the Corporation shall be owned principally and at all times by the subscriber(s) of these Articles of Incorporation. The number and type of shares subscribed to by each subscriber is set forth hereinabove.

Article Ten
(Initial Officers)

The initial officers of this corporation shall be a President, Vice- President, and Secretary. The initial officers and the name(s) and address(es) and office held of the person(s) who shall serve as initial officers of this corporation until the first meeting of the stockholders, are:

Guy Gondre — President - 5147 Heron Court, Coconut Creek, Fla. 33074

Fred Germain — Vice-President & Secretary - 4641 NW 9th Avenue, Pompano Beach, Fla. 33064

The officers shall be elected by the stockholders of this Corporation at each annual meeting and as provided by the By-Laws.



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT AND AGENT'S ADDRESS
UPON WHOM PROCESS MAY BE SERVED**


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**In Pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
In compliance with said Act:**

First - That BIG HORSE BEVERAGE, INC.,
desiring to organize under the laws of the State of Florida with its principal office as
indicated in the Articles of Incorporation at the City of Pompano Beach, Broward
County, Florida, has named Guy Gondre, located at 5147 Heron Court, Coconut Creek, Florida
33074, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT: (Must be signed by designated agent)

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby accept to act in
this capacity and agree to comply with the provision of said Act relative to keeping
open said office.


Guy Gondre
Registered Agent